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*Liaison Counsel for Lead Plaintiffs the  
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[Additional counsel on signature page]

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

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In re TORONTO-DOMINION  
BANK/FIRST HORIZON  
CORPORATION SECURITIES  
LITIGATION

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Master File No. 23-02763  
(RBK/AMD)

**JOINT STIPULATION AND  
PROPOSED ORDER**

WHEREAS, on June 14, 2023, the Court so-ordered a stipulation requiring the parties to propose a schedule for the filing of any consolidated complaint and Defendants' responses to the operative complaint within 30 days following the appointment of Lead Plaintiff and Lead Counsel (ECF No. 6);

WHEREAS, on August 29, 2023, the Court consolidated *The Arbitrage Fund v. The Toronto-Dominion Bank*, No. 1:23-cv-02763-RBK-AMD and *Andrew Amicarelli v. First Horizon Corporation*, No. 1:23-cv-03024-RBK-AMD, and appointed the Institutional Investors<sup>1</sup> as Lead Plaintiffs of the consolidated action and appointed counsel for the Institutional Investors, Bernstein Litowitz Berger & Grossmann LLP and Saxena White P.A., as Lead Counsel for the Class (ECF No. 25);

WHEREAS, on October 5, 2023, the Court so-ordered a stipulation concerning the schedule for filing an amended complaint and Defendants' responses thereto (ECF No. 27);

WHEREAS, on December 15, 2023, Lead Plaintiffs filed the Amended Complaint (ECF No. 31);

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<sup>1</sup> The "Institutional Investors" are the Westchester Funds, the Pentwater Funds, the Sand Grove Funds and the Alpine Funds. (ECF No. 17 at 1).

WHEREAS, on January 8, 2024, news sources published reports that Plaintiffs contend concern new information relevant to the allegations in the Amended Complaint;

WHEREAS, Lead Plaintiffs have requested to amend their existing complaint before Defendants file their motions to dismiss;

IT IS HEREBY STIPULATED AND AGREED, by and between the parties, through their undersigned counsel and subject to this Court's approval:

1. Lead Plaintiffs shall file their second amended consolidated complaint by February 9, 2024.
2. Defendants shall move against, answer or otherwise respond to the second amended consolidated complaint by April 8, 2024.
3. If Defendants move to dismiss the second amended consolidated complaint, Lead Plaintiffs may oppose by June 14, 2024, and Defendants may reply by July 26, 2024.

Dated: January 19, 2024

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**IT IS SO ORDERED.**

DATED: January 22, 2024

/s/ Robert B. Kugler

Honorable Robert B. Kugler  
United States District Judge